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2014 MAY 20 P 2:01

Arizona Corporation Commission
DOCKETED

MAY 20 2014

May 19, 2014

AZ CORP COMMISSION
 DOCKET CONTROL

Via Overnight Courier

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Docket Control
 Arizona Corporation Commission
 1200 W. Washington Street
 Phoenix, Arizona 85007

T-20842A-14-0159

Re: Docket No. T-20842A-14-**Onvoy, LLC - Notification of Conversion and Resulting Name Change**

Dear Sir or Madam:

Onvoy, LLC (formerly known as Onvoy, Inc. d/b/Onvoy Voice Services) (the "Company") hereby notifies the Commission (1) that it converted from a Minnesota corporation to a Minnesota limited liability company¹ and (2) of the resulting name change to "Onvoy, LLC." The Company requests that the Commission update its records, including the Company's CC&N,² to reflect the conversion and resulting name change and, to the extent necessary, approve these changes. Attached hereto are the Company's conversion documents and authorization to transact business. The Company will separately submit any required tariff and bond filing(s) to reflect these changes.

An original and thirteen (13) copies of this letter are enclosed for filing. Please date-stamp the enclosed extra copy and return it in the envelope provided. Please do not hesitate to contact us if you have any questions.

Respectfully submitted,

Jean L. Kiddoo
 Brett P. Ferenchak

Counsel for the Company

¹ The conversion of the Company to a limited liability company was merely a change in its corporate form accomplished through the filing of Articles of Conversion in Minnesota and did not entail any merger or other transactions that extinguish the existence of the Company.

² The Company is authorized to provide resold and facilities-based local exchange, resold and facilities-based intraLATA and interLATA private line and switched access telecommunications services pursuant to Decision No. 73647 issued by the Commission in Docket No. T-20842A-12-0116.

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**Office of the Minnesota Secretary of State
Certificate of Conversion**

I, Mark Ritchie, Secretary of State of Minnesota, certify that: the documentation required to effectuate a conversion by the entity listed below from the law under which the entity was previously governed to the law under which it is governed after the issuance of this certificate, on the date listed and has been approved pursuant to the procedures required in the chapter indicated.

Conversion Filed Pursuant to Minnesota Statutes, Chapter: 302A

Home Jurisdiction and Name of Converting Entity:

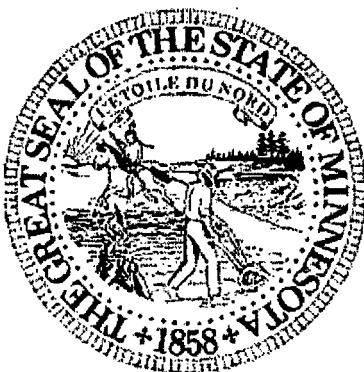
MINNESOTA: ONVOY, INC.

After Conversion, Entity is governed by Minnesota Statutes, Chapter: 322B

Home Jurisdiction and Name of Entity after the Effective Date of Conversion:

MINNESOTA: ONVOY, LLC

This Certificate has been issued on: 3/10/2014



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota

6B-729

DC

74427140002

Office of the Minnesota Secretary of State

Minnesota Business Corporations &
Limited Liability Companies | Articles of Conversion
Minnesota Statutes, Chapter's 302A & 322B



Read the instructions before completing this form.

Filing Fee: \$55 for expedited service in-person and online filings, \$35 if submitted by mail

1. Name of the Organization before the Conversion is: (Required)

Onvoy, Inc.

2. Name of the Organization after the Conversion shall be: (Required)

Onvoy, LLC

3. After the Conversion, the Organization shall be a: (Required) (Check one of the following filing types.)

☐ Corporation

☒ Limited Liability Company

4. The Terms and Conditions of the Proposed Conversion are:

No Terms and Conditions

If no Terms and Conditions are listed, the undersigned personally certifies that there are no Terms and Conditions.

5. The manner and basis of converting each ownership interest in the organization immediately before the conversion into ownership interests of the organization immediately after the conversion, in whole or in part, into money or other property is: (Required)

The sole shareholder's 100% interest in the Corporation shall be converted into a 100% interest in the LLC

6. Include a Copy of the Proposed Articles of Incorporation or Articles of Organization of the Organization after the Conversion, with the Articles and Plan of Conversion. (Required)

7. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.42 as if I had signed this document under oath.

Authorized Signature of Individual on Behalf of the Converting Company or Authorized Agent (Required) Date

3-7-2014

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

scott.beer@zayo.com

☒ Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

Office of the Minnesota Secretary of State
Minnesota Business Corporations &
Limited Liability Companies | Articles of Conversion
Minnesota Statutes, Chapter's 302A & 322B



List a name and daytime phone number of a person who can be contacted about this form:

Loma McDill

650-849-5237

Contact Name

Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a
true and complete copy of the
document as filed for record in
this office.

DATED 3/12/14

Mark Ritchie



By

[Signature]

Secretary of State

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF REGISTRATION

To all to whom these presents shall come, greeting:

I, Jodi Jerich, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****ONVOY, LLC*****

a foreign limited liability company organized under the laws of the jurisdiction of Minnesota did obtain a Certificate of Registration in Arizona on the 17th day of April 2014.

This certificate relates only to the legal authority of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 24th Day of April, 2014, A. D.



Jodi A. Jerich
Jodi A. Jerich, Executive Director


By: *Wonne Cooper*

STATE OF COLORADO
COUNTY OF BOULDER

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§
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VERIFICATION

I, Scott E. Beer, am Vice President, General Counsel and Secretary of Communications Infrastructure Investments, LLC, Zayo Group Holdings, Inc. and Onvoy, LLC (collectively, the "Parties"); that I am authorized to make this Verification on behalf of the Parties; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Scott E. Beer
Vice President, General Counsel and Secretary
Communications Infrastructure Investments, LLC
Zayo Group Holdings, Inc.
Onvoy, LLC

Sworn and subscribed before me this 11th day of April, 2014.



Notary Public

My commission expires 10/29/16

